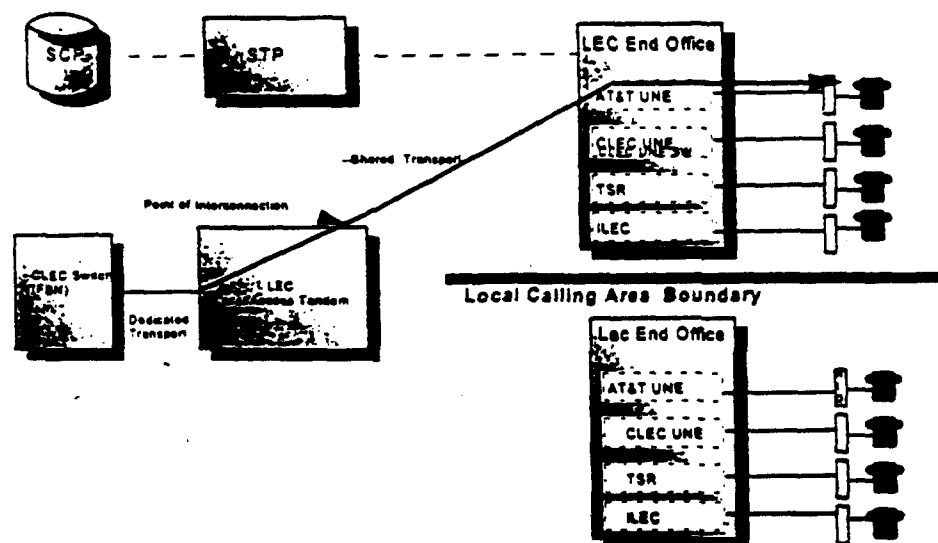


20. CLEC (FBN) Originating to CLEC (UNE) Terminating



The ILEC will charge the terminating CLEC (UNE) one UNE terminating switching charge and a transport charge from the point of interconnection with the originating CLEC's network plus the terminating intrastate access charge for CCL and discounted RIC, if applicable. The originating CLEC (FBN) is paying for the dedicated transport and the tandem switching.

An equally acceptable alternative is for the ILEC to bill the terminating CLEC for one UNE terminating switching charge (plus the applicable intrastate access charges) and to bill the originating CLEC for the dedicated transport (if provided by the ILEC), the tandem switching and for the common transport from the point of interconnection to the end office.

In either case, the terminating CLEC must deal directly with the originating CLEC for the recovery of access charges. [In the absence of detailed recording, it may appear to the terminating CLEC that the call came from the ILEC. In that situation, the terminating CLEC may bill the ILEC for terminating the call and the ILEC may in turn bill the originating CLEC.]

TOLL CALLS - INTRASTATE / INTERLATA

The following call flows assume that all calls are routed to an IXC point of presence. The IXC may be the CLEC's own IXC or another, non-affiliated IXC, and that the IXC is purchasing all the necessary transport from the ILEC. The call flows also assume that access charge reform has not been accomplished, that the state has adopted the FCC's transitional application of the CCL and 75% of the RIC to UNE customers, and that the ILEC has a CCL and the equivalent of the RIC in its state access tariffs.

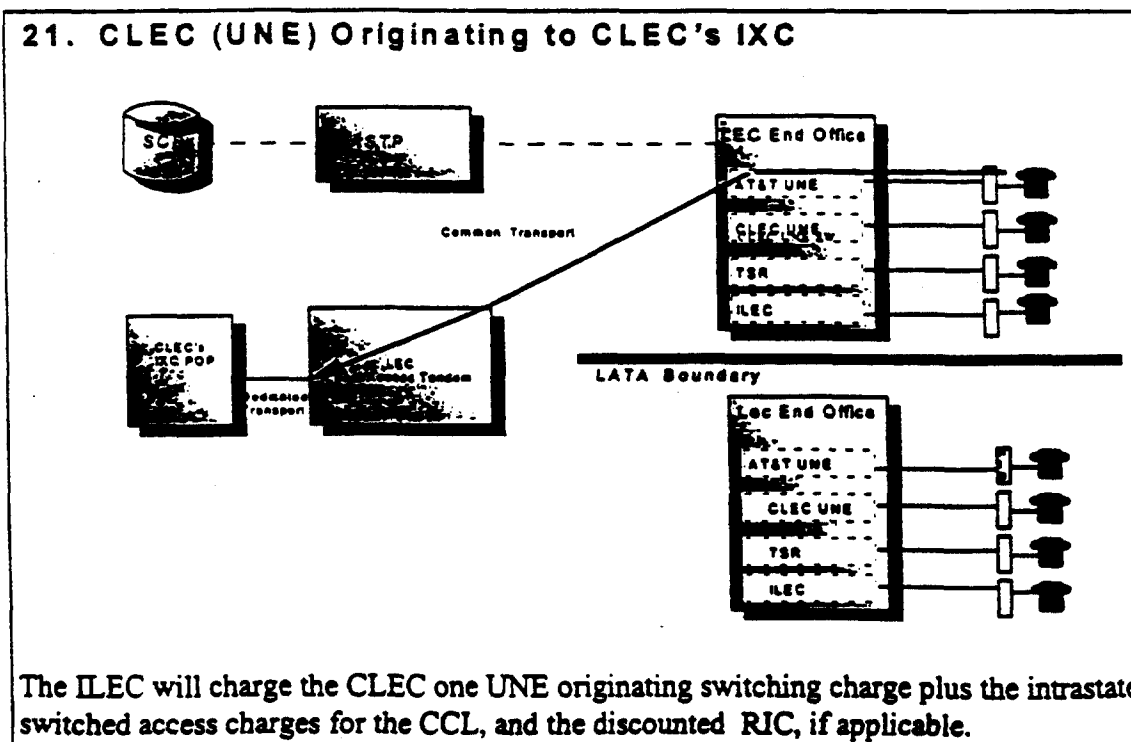
Even if access reform has happened, the FCC rules on the application of CCL and RIC to UNE switching elements will be applied as described below. If the state has not adopted the FCC's transitional plan,² then that state's access charges apply. For states that do not have a CCL or the equivalent of the RIC, those charges will not apply.

TOTAL SERVICE RESALE

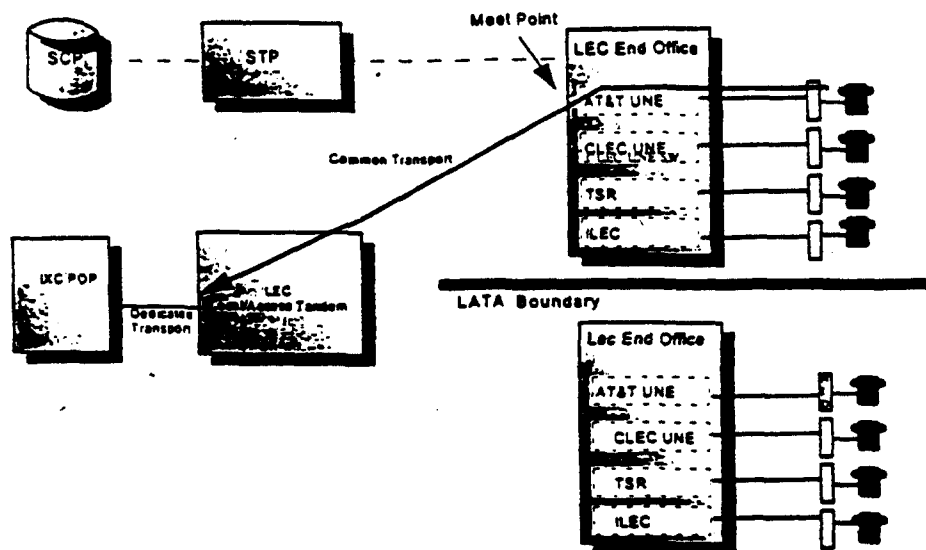
When a CLEC provides local exchange service through TSR arrangements, the ILEC will provide and bill intrastate access charges to the IXC for intrastate/interLATA toll calls.

UNBUNDLED NETWORK ELEMENTS

When a CLEC provides local exchange service through UNE arrangements, the call flows for intrastate/interLATA toll calls are as follows:

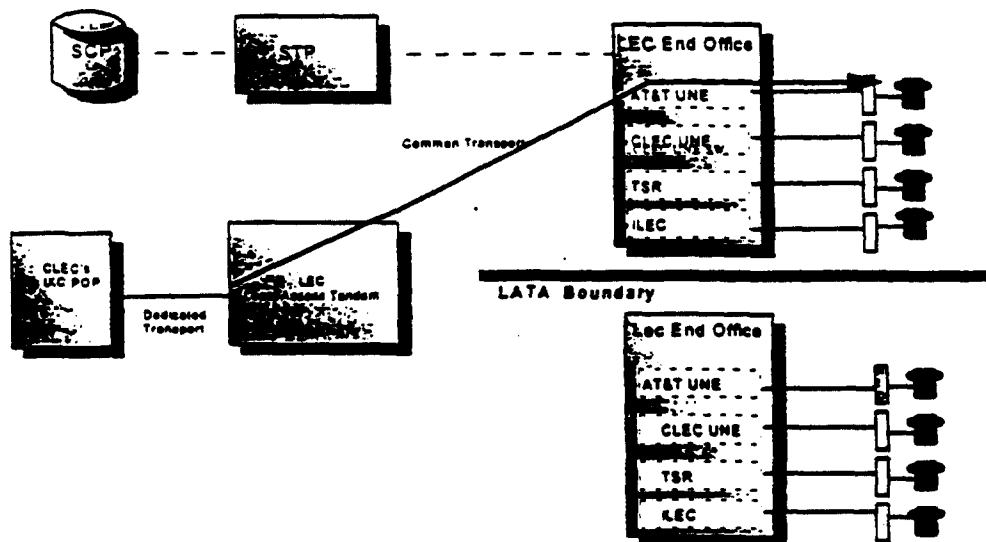


22. CLEC (UNE) Originating to a Non-Affiliated IXC



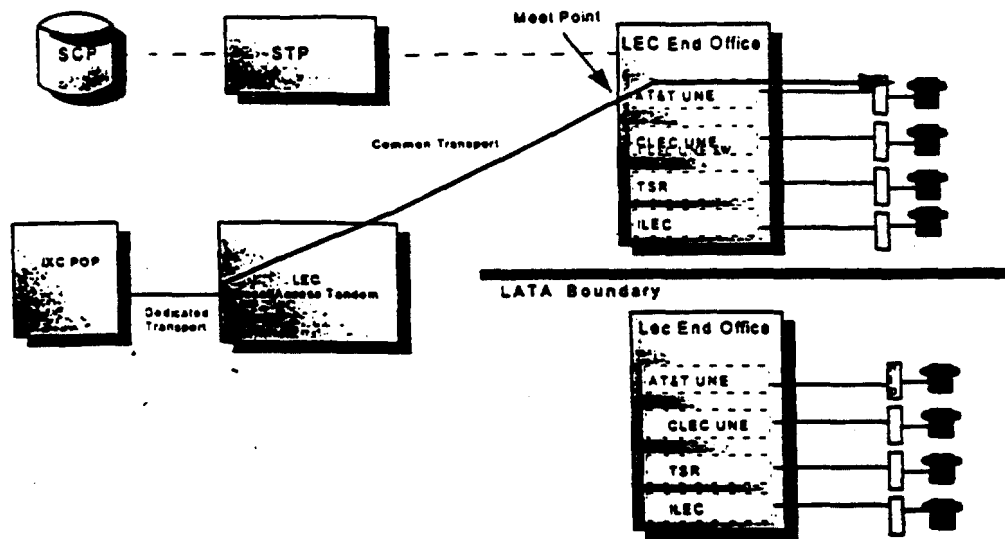
The ILEC will charge the CLEC one UNE switching charge, CCL and discounted RIC. The CLEC and the ILEC will develop meet-point billing arrangements to charge the IXC for originating switched access. The CLECs share of the meet-point billing arrangement will be its CCL, the RIC and Local Switching charges.

23. CLEC (UNE) Terminating from CLEC's IXC



The ILEC will charge the CLEC one UNE terminating switching plus the intrastate switched access charges for the CCL, and discounted RIC, if applicable.

24. CLEC (UNE) Terminating from Non-Affiliated IXC



The ILEC will charge the CLEC one UNE terminating switching charge, CCL and discounted RIC. The CLEC and the ILEC will develop meet-point billing arrangements to charge the IXC for terminating switched access. The CLECs share of the meet-point billing arrangement will be its CCL, the RIC and Local Switching charges.

FACILITY BASED NETWORKS

When a CLEC provides local exchange service through its facility based network, the CLEC may independently offer and bill exchange access services to its own or other IXCs, either alone or in a meet-point billing situation with the ILEC or with other CLECs.

TOLL CALLS - INTERSTATE

The following call flows assume that all calls are routed to an IXC point of presence. The IXC may be the CLEC's own IXC or another, non-affiliated IXC, and that the IXC will purchase all the necessary transport from the ILEC. The call flows also assume that access charge reform has not been accomplished and the FCC's transitional application of the CCL and 75% of the RIC to UNE customers is in effect.

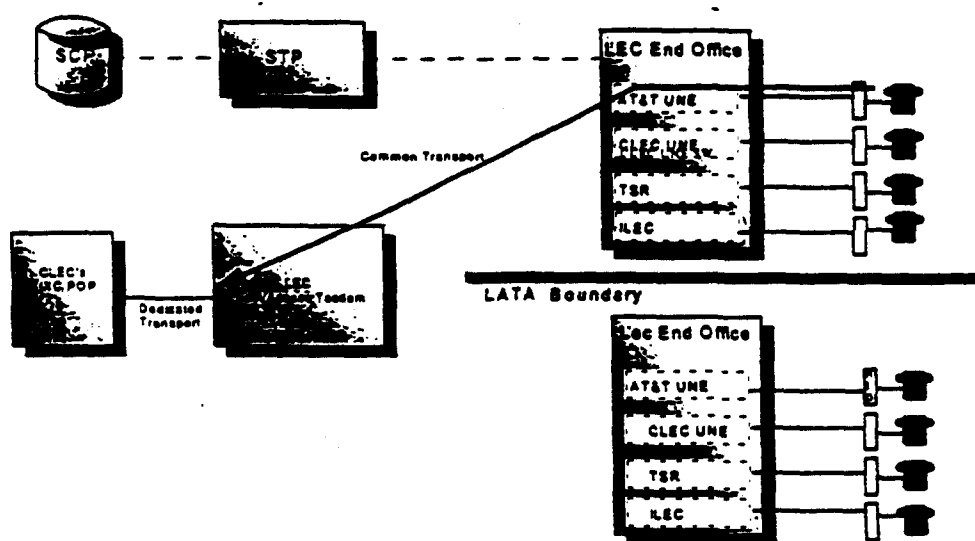
TOTAL SERVICE RESALE

When a CLEC provides local exchange service through TSR arrangements, the ILEC will provide and bill interstate access charges to the IXC for interstate toll charges.

UNBUNDLED NETWORK ELEMENTS

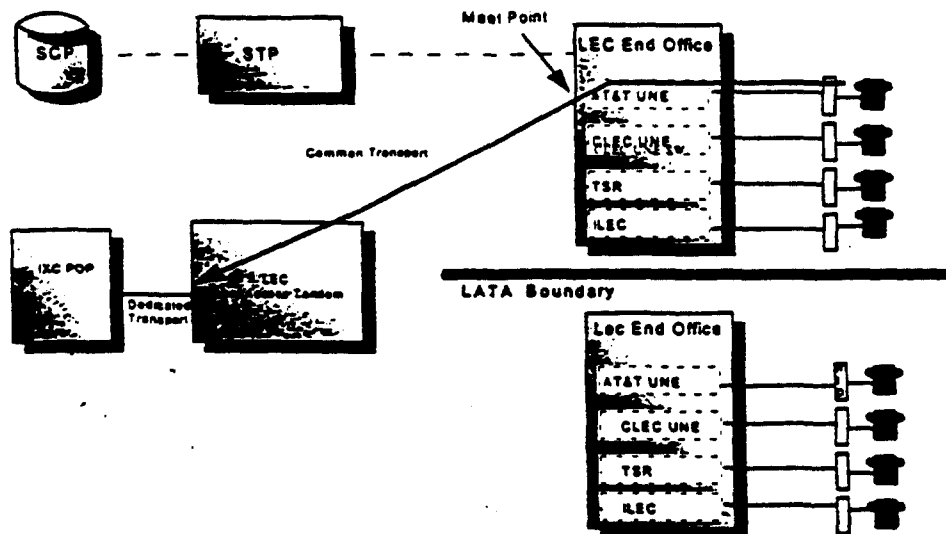
When a CLEC provides local exchange service through UNE arrangements, the call flows for interstate toll calls are as follows:

25. CLEC (UNE) Originating to CLEC's IXC



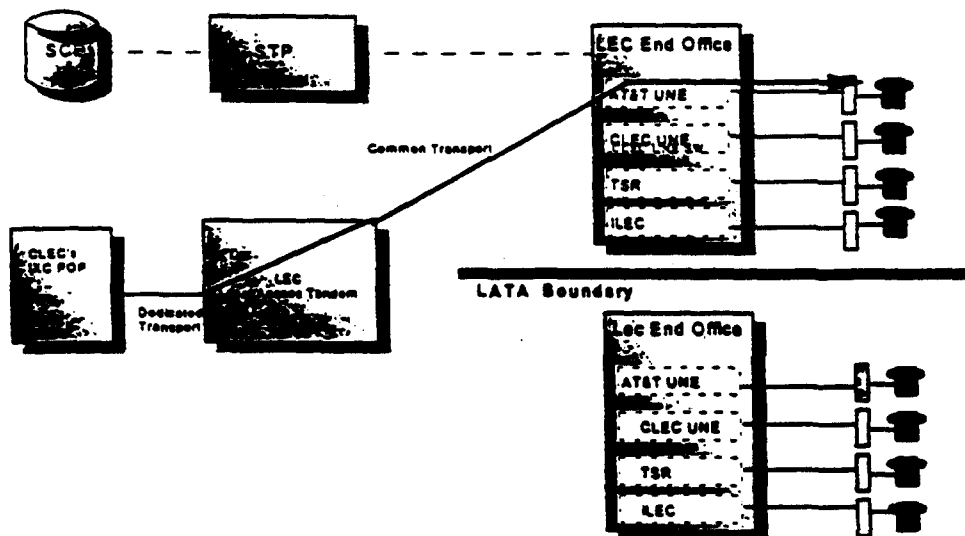
The ILEC will charge the CLEC one UNE originating switching charge plus the interstate switched access charges for the CCL, and 75% of the RIC.

26. CLEC (UNE) Originating to a Non-Affiliated IXC

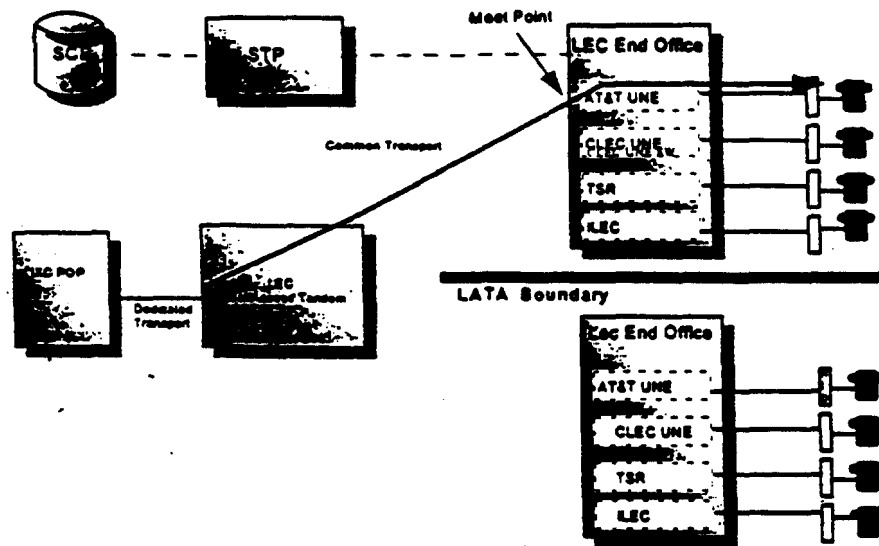


The ILEC will charge the CLEC one UNE switching charge, CCL, and 75% of the RIC. The CLEC and the ILEC will develop meet-point billing arrangements to charge the IXC for originating switched access. The CLECs share of the meet-point billing arrangement will be its CCL, the RIC and Local Switching charges.

27. CLEC (UNE) Terminating from CLEC's IXC



The ILEC will charge the CLEC one UNE terminating switching charge plus the interstate switched access charges for the CCL, and 75% of the RIC.

28. CLEC (UNE) Terminating from Non-Affiliated IXC

The ILEC will charge the CLEC one UNE terminating switching charge, CCL, and 75% of the RIC. The CLEC and the ILEC will develop meet-point billing arrangements to charge the IXC for terminating switched access. The CLECs share of the meet-point billing arrangement will be its CCL, the RIC and Local Switching charges.

FACILITY BASED NETWORKS

When a CLEC provides local exchange service through its facility based network, the CLEC may independently offer and bill exchange access services to its own or other IXCs, either alone or in a meet-point billing situation with the ILEC or with other CLECs.



William A. Davis II
Chief Regulatory Counsel
Central Region

13th Floor
227 West Monroe Street
Chicago, Illinois 60606
312 230-2636

May 14, 1997

John T. Lenahan, Esq. 5/15
Assistant General Counsel
Ameritech Corp.
30 South Wacker Drive
Chicago, IL 60606

Dear John :

I am writing to follow up on the meeting of May 13, 1997 with representatives of the Department of Justice to discuss testing with respect to the platform.

First, I am attaching the Phase I Trial Guidelines revised to reflect our discussions yesterday. Please review the document and let me know if I have not correctly captured any of the changes. I will be glad to prepare and distribute a final document once you have had a chance to look this over. As agreed yesterday, our subject matter experts will need to discuss the specific dates associated with the activities which will occur within the Phase I trial period of May 28 to June 13. Maureen Gerson is the AT&T person responsible for finalizing these dates. Please have Ameritech's representative contact Maureen at (312) 230-6832.

Second, in an effort to further define the scope of Phase II of the trial, AT&T distributed a document entitled "AT&T - Ameritech Unbundled Network Elements Trial Guidelines Phase II" at the meeting. We invite your feedback on that document and suggest that we begin business discussions to memorialize the scope of, and to pursue, Phase II as soon as possible.

In an effort to aid the discussions when we meet, I am attaching two additional documents. The first sets forth AT&T's understanding of the local and toll call flows and intercarrier billing arrangements consistent with an environment which assumes shared transport -- using AT&T's definition of the term. The second is a document that describes AT&T's requirements relating to usage information necessary to bill end users and other carriers, including IXCs. I understand

John T. Lenahan, Esq.
Page Two
May 14, 1997

Ameritech previously has had opportunities to review earlier versions of both of these documents; although they have undergone revision, neither has been modified substantially. My suggestion specifically would be for our subject matter experts to begin discussions on Tuesday, May 20, 1997, with the goal of reaching a common understanding of the various call flows and AT&T's needs for usage information as well as methods by which the information will be delivered to AT&T. Please have someone contact Maureen as soon as possible concerning the availability of your subject matter experts.

Very truly yours,



William A. Davis, II.

WAD/mp

cc: Katherine Brown (w/o encl.)
Nancy Dalton (w/o encl.)
Luin Fitch (w/o encl.)
John Hays (w/o encl.)
Stuart Kupinsky (w/o encl.)
Philip Weiser (w/o encl.)

VIA FACSIMILE (w/o encls.)
HAND DELIVERY (w/encls.)

**AMERITECH/AT&T
UNBUNDLED NETWORK ELEMENTS
TRIAL GUIDELINES**

PHASE 1

TRIAL SCOPE

Ameritech and AT&T will jointly trial the ordering and provisioning of specific combined Unbundled Network Elements. The trial will consist of the following combinations:

- End user service comprised of a combined basic loop and Unbundled Local Switching (ULS) basic port as defined in the Ameritech/AT&T Interconnection Agreement.
- ULS custom routing of OS/DA traffic to AT&T's Operator Services/Directory Assistance platforms.

The trial will utilize the Chicago Franklin 5ESS central office which currently serves the downtown AT&T building. Twenty basic and user lines will be ordered and installed.

For purposes of this technical trial, both Ameritech and AT&T will set aside the current disagreements regarding the concept of the platform as well as the varying pricing positions.

TRIAL OBJECTIVES

The trial will have three main objectives:

- To test that the end user orders may be submitted electronically using EDI.
- To test provisioning processes and the provision of those capabilities outlined herein.
- To test that the Daily Usage File can be produced and delivered to AT&T and that the files contain all call detail for originating calls that AT&T will need to bill end users, but not other carriers.

The trial should demonstrate that Ameritech can separate the traffic dialed from the end user location, routing operator and directory assistance calls to the AT&T network, while carrying all other types of dialed calls over existing Ameritech network facilities.

TRIAL ARCHITECTURE

The trial will utilize Ameritech's Chicago Franklin 5ESS office. Unbundled 2-wire analog basic loops and ULS line ports, as defined in the Ameritech/AT&T Interconnection Agreement will be combined to provide end user service. The end user orders may include selected vertical features currently available in the Franklin 5ESS central office as agreed upon in the test plan.

ULS Custom Routing is required to route the operator service and directory assistance calls to AT&T. Ameritech will route the operator service calls to existing AT&T access trunk groups which are currently in place. Directory assistance calls will be translated by Ameritech to a 900 number defined by AT&T, and will follow existing 900 routing instructions. All other calls will be carried on existing Ameritech network facilities.

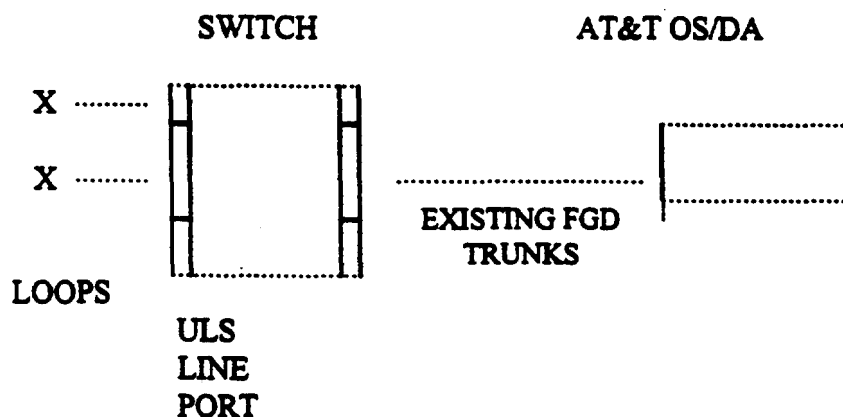
AT&T will order 20 lines for the trial. Four lines will be new installations; six lines will change from Ameritech retail to the platform and ten lines will change from AT&T resale to the platform. The 20 lines will be installed at AT&T's building at 227 W. Monroe, 17th Floor.

Page 1 of Attachment 1 is a matrix provided by AT&T which details the architecture of the 20 lines.

Eight unique Line Class Codes (LCCs) will be used for the trial. AT&T has defined the characteristics of each new LCC using the Ameritech ULS LCC Questionnaire form.

AT&T has also requested to make subsequent changes (i.e., addition or subtraction of custom calling features, LD PIC changes, and changes to the Phase I trial-defined line class codes) to the accounts once they are established as part of the platform. Page 2 of Attachment 1 describes the subsequent change orders AT&T will be submitting.

The following illustration depicts the proposed customized routing arrangement:



At the conclusion of the trial, Ameritech will disconnect the lines or convert them back to either Ameritech retail or AT&T resale accounts as specified by AT&T. This will be completed outside of the scope of the trial. See pages 3 and 4 of Attachment 1.

TIMELINE

The following steps have already taken place: Date

- AT&T and Ameritech agreed upon the scope of the trial. 4/25
- AT&T submitted the General Unbundling Questionnaire 4/29
- AT&T submitted the ULS Line Class Code Questionnaire 4/30
- Ameritech developed the 8 line Class Codes required for the trial and provided them to AT&T. 5/6
- AT&T and Ameritech agreed to test call log format for the initial phase of the test platform trial. See Attachment 3 pages 1 through 3. 5/8

AT&T will submit the EDI orders to Ameritech beginning May 28.

The timeline then resumes:

- AT&T submits orders throughout trial period via EDI for the combined loop and ULS line port. Beginning 5/28
- Attachment 1 details the ordering criteria of the 20 lines.
- Service is installed by Ameritech TBD
- AT&T and Ameritech jointly make test calls. TBD
 - Calls are logged using sheets contained in Attachment 3.
- AT&T receives Daily Usage File transmission TBD
 - DUF received 5 days after test calls are made.
- After initial orders have been implemented and after test calls are completed. AT&T submits subsequent change. TBD
- Ameritech implements subsequent change orders. TBD

- AT&T and Ameritech jointly make test calls to test subsequent changes. TBD
 - Calls are logged using sheets contained in Attachment 3.
- AT&T receives Daily Usage File transmission. TBD
 - DUF received 5 days after test calls are made.

It is expected that once the lines are installed, the trial period will last approximately 2 1/2 weeks.

TEST CALLS

Various test calls will be made from the end user lines. Operator calls and directory assistance calls normally handled by the local exchange carrier will be directed to the AT&T OS/DA platform. All other calls (local, intraLATA, InterLATA, 800) will be carried over existing Ameritech network facilities.

The types of test calls to be made are detailed in Attachment 2. All test calls will be logged using the sheets found in Attachment 3.

The following outlines the test calls to be made:

Initial installation of the 20 lines:

Lines 2 through 9: A complete set of test calls will be made as outlined by the test call log sheet detailed in Attachment 3.

Line 1 and Line 10 through 20: A random set of 5-6 test calls will be made, the features will be tested, and screening and routing utilizing the LCC will be tested.

Subsequent Changes to the 20 lines:

A random set of 5-6 calls will be made, the features will be tested and screening and routing utilizing the LCC will be tested. The intent is to test that the subsequent changes have been successfully executed.

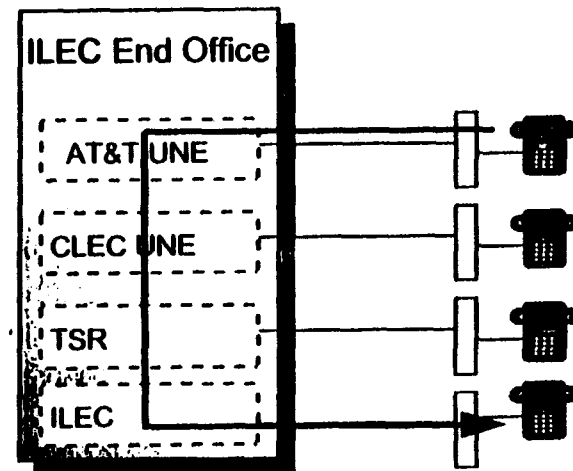
ATTACHMENTS

- 1 Unbundled Network Element Test Cases
- 2 Expected Results/Verification Points
- 3 Test Call Log Sheet

Local Calls - Intraswitch

1. CLEC Originating and ILEC Terminating

ILEC Bills CLEC
UNE switching (one
charge)

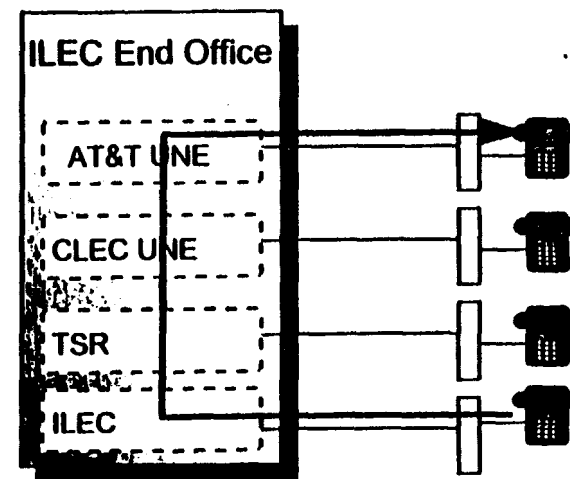


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11/12/96
C. Petzinger

Local Calls - Intraswitch

2. ILEC Originating and CLEC Terminating



There will be no charges.

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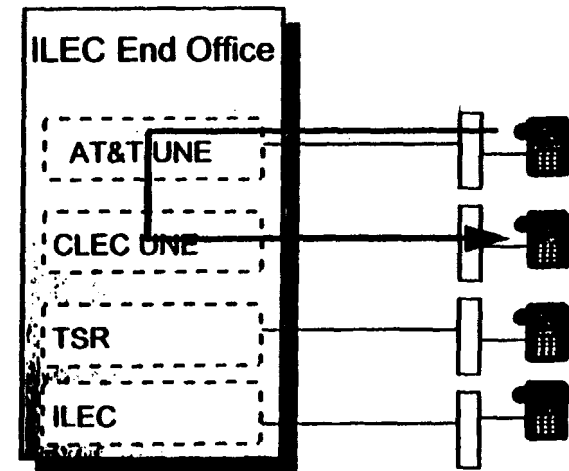
11/12/96
C. Petzinger

Local Calls - Intraswitch

3. CLEC Originating and CLEC Terminating

ILEC Bills CLEC A
UNE Orig. switching

ILEC Bills CLEC B
No charges

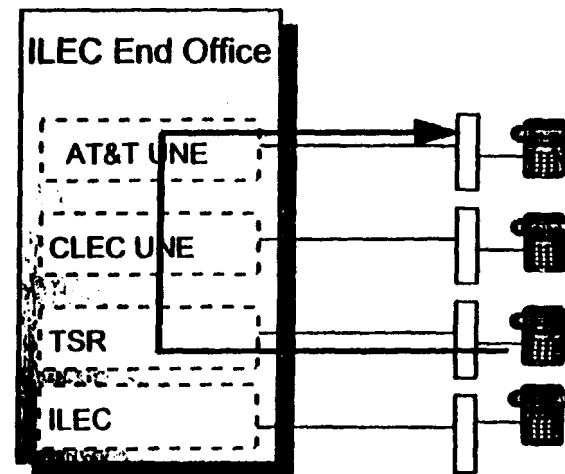


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11/12/96
C. Petzinger

Local Calls - Intraswitch

4. CLEC (TSR) Originating and CLEC (UNE) Terminating



There will be no charges to the UNE carrier and
no incremental charges to the TSR carrier.)

to allow TSR charges

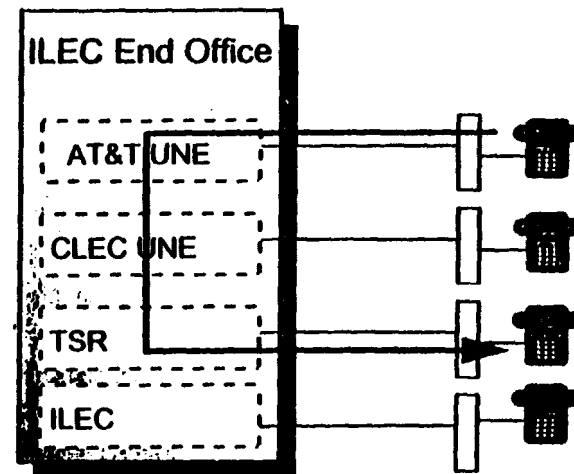
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C. Petzinger

Local Calls - Intraswitch

5. CLEC (UNE) Originating and CLEC (TSR) Terminating

ILEC Bills CLEC
UNE Orig. switching

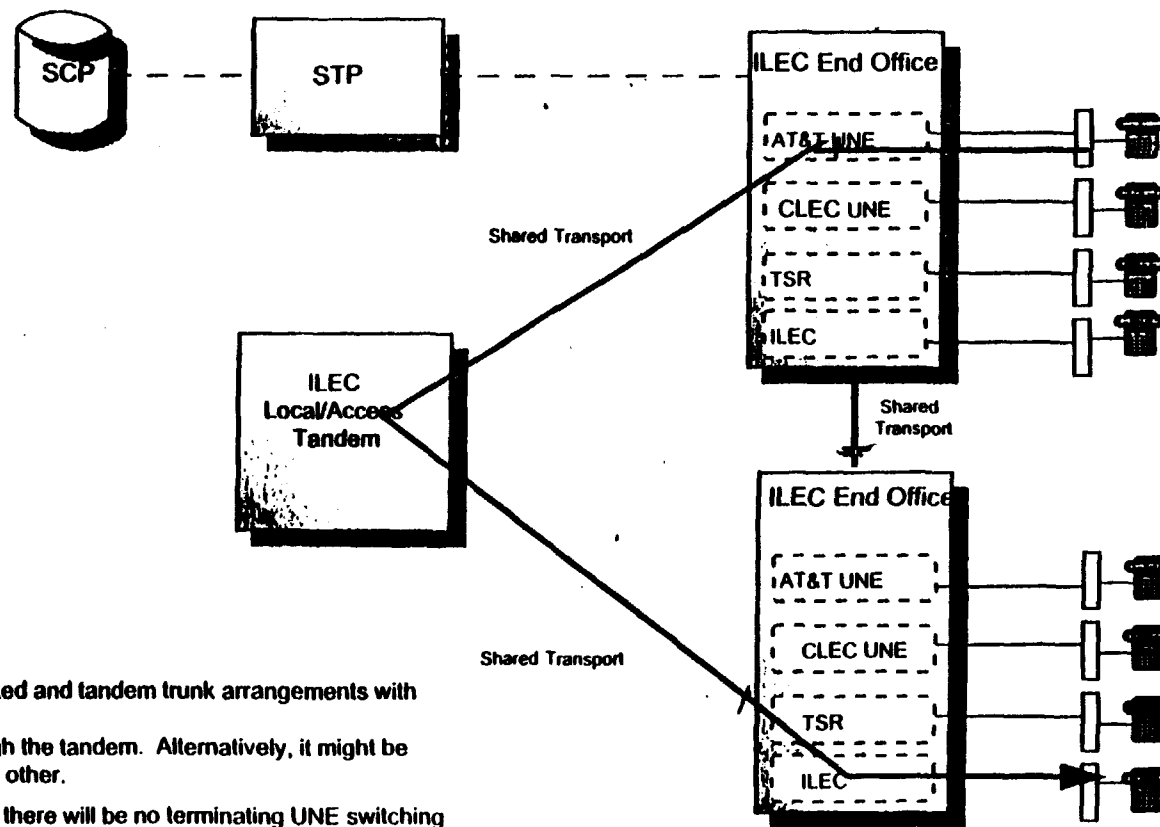


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Local Calls - Interswitch

6. CLEC Originating and ILEC Terminating



ILEC Bills CLEC
UNE Orig. switching
UNE shared transport*

EDJ ED RNYH

*Shared transport is blended direct trunked and tandem trunk arrangements with tandem switching included
 This picture shows the call routed through the tandem. Alternatively, it might be routed directly from one end office to the other.

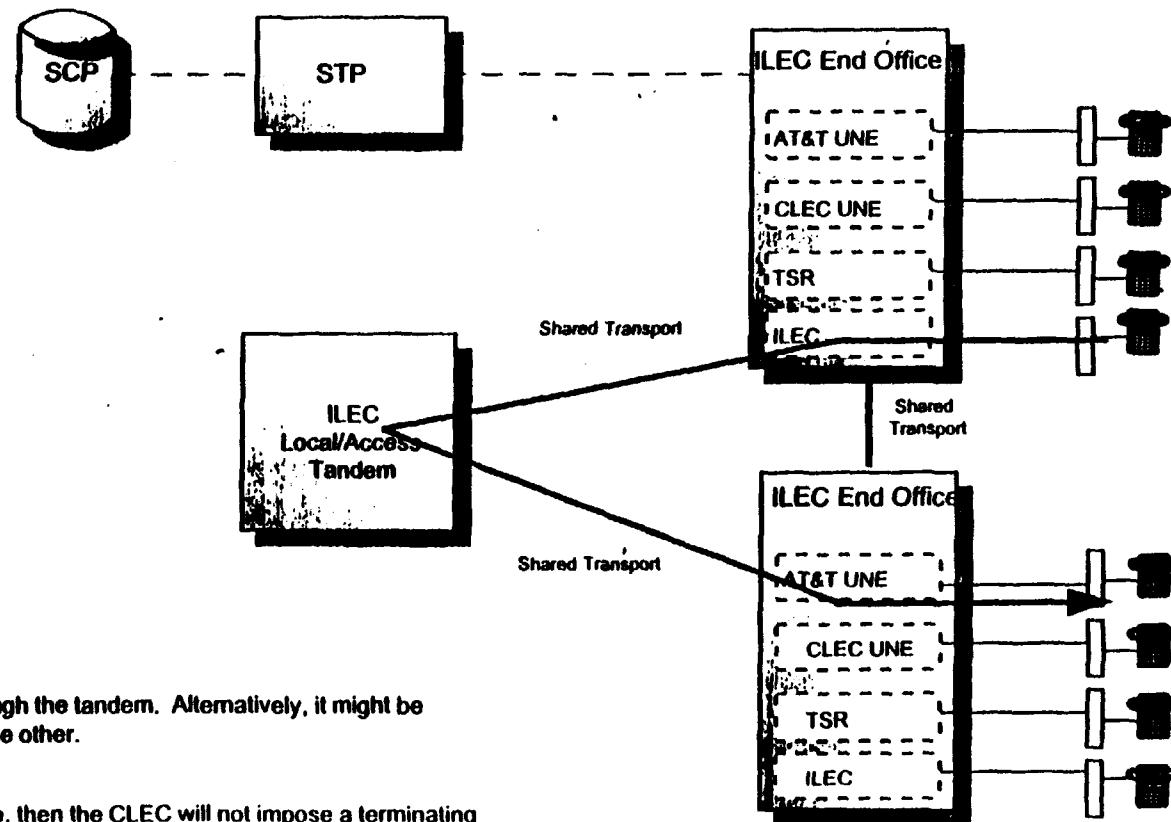
If bill and keep compensation is in force, there will be no terminating UNE switching charge imposed by the ILEC on the CLEC. If there is no bill and keep compensation in force, the ILEC may impose terminating switching compensation charge on the originating CLEC.

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 C. Petzinger

Local Calls - Interswitch

7. ILEC Originating and CLEC Terminating



ILEC Bills CLEC
~~UNE Term. switching~~

No charges

This picture shows the call routed through the tandem. Alternatively, it might be routed directly from one end office to the other.

If bill and keep compensation is in force, then the CLEC will not impose a terminating charge on the ILEC. If there is no bill and keep compensation in force, the CLEC may impose a terminating switching compensation charge on the originating ILEC.

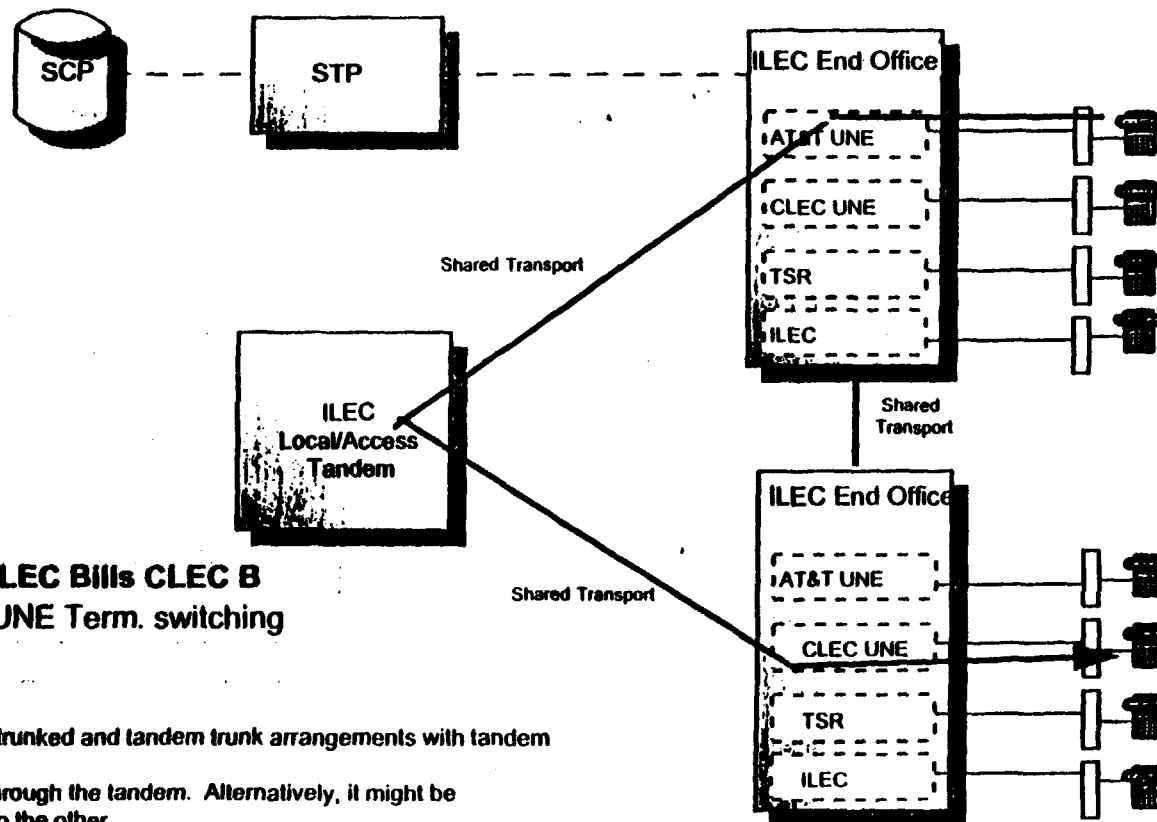
No Recomp Charge

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 C. Petzinger

Local Calls - Interswitch

8. CLEC A Originating and CLEC B Terminating



ILEC Bills CLEC A
 UNE Orig. switching
 UNE shared transport*

ILEC Bills CLEC B
 UNE Term. switching

*Shared transport is blended direct trunked and tandem trunk arrangements with tandem switching included
 This picture shows the call routed through the tandem. Alternatively, it might be routed directly from one end office to the other.

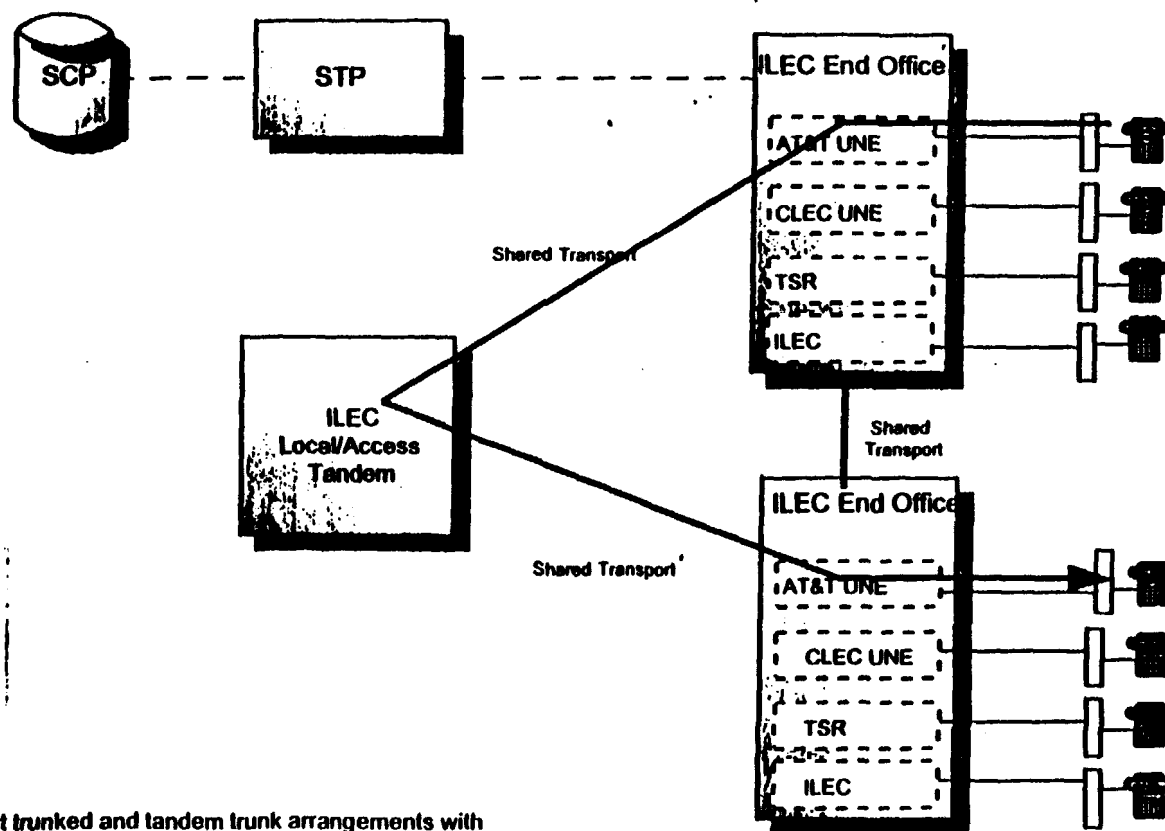
CLEC B must deal directly with CLEC A for reciprocal compensation

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11/12/96
 C. Petzinger

Local Calls - Interswitch

9. CLEC A Originating and CLEC A Terminating



ILEC Bills CLEC A
 UNE Orig. switching
 UNE shared transport*
 UNE Term. switching

*Shared transport is blended direct trunked and tandem trunk arrangements with tandem switching included.

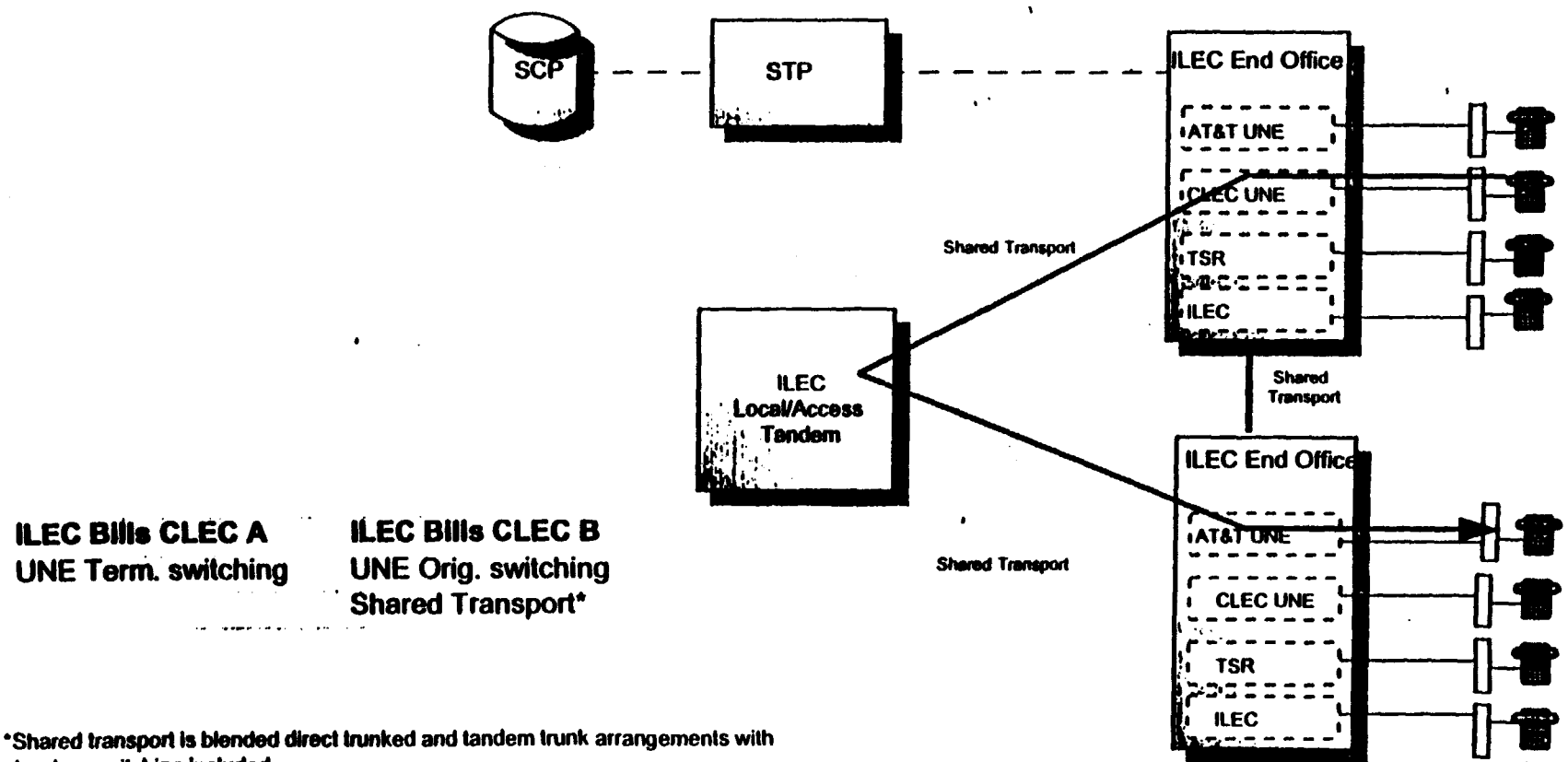
This picture shows the call routed through the tandem. Alternatively, it might be routed directly from one end office to the other.

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 C. Petzinger

Local Calls - Interswitch

10. CLEC B Originating and CLEC A Terminating



*Shared transport is blended direct trunked and tandem trunk arrangements with tandem switching included.

This picture shows the call routed through the tandem. Alternatively, it might be routed directly from one end office to the other.

CLEC A must deal directly with CLEC B for reciprocal compensation

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Local Calls - Interswitch

11. CLEC (TSR) Originating and CLEC (UNE) Terminating

